

1-A/A

SEC File No. 24-3922



04008923

SECURITIES AND EXCHANGE COMMISSION

POST-EFFECTIVE AMENDMENT NO. 6

TO

FORM 1-A

REGULATION A OFFERING STATEMENT  
UNDER THE SECURITIES ACT OF 1933

ASSOCIATED GROCERS OF MAINE, INC.  
(Exact name of issuer as specified in its charter)

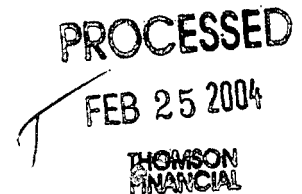
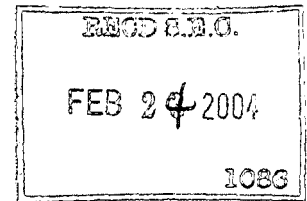
MAINE  
(State or other jurisdiction of incorporation or organization)

P.O. BOX 1000, GARDINER, MAINE 04345  
(207) 582-6500

(Address, including zip code, and telephone number, including area code, of issuer's principal executive offices)

MICHAEL E. WESTORT  
ASSOCIATED GROCERS OF MAINE, INC.  
P.O. BOX 1000  
GARDINER, MAINE 04345  
(207) 582-6500

(Name, address, including zip code, and telephone number, including area code, of agent for service)



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(Primary Standard Industrial Classification Code Number)

01-0223033

(I.R.S. Employer Identification Number)

This offering statement shall only be qualified upon order of the Commission, unless a subsequent amendment is filed indicating the intention to become qualified by operation of the terms of Regulation A.

By this post-qualification amendment, Associated Grocers of Maine, Inc. terminates this Regulation A offering statement, having ceased engaging in sales or offering activities with respect to securities thereunder on September 16, 2003.

SIGNATURES:

The issuer has duly caused this post-effective amendment to the offering statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Gardiner, State of Maine, on February 23, 2004.

ASSOCIATED GROCERS OF MAINE, INC.

By: Michael E. Westort  
Michael E. Westort, its President  
and Chief Executive Officer

This post-effective amendment to the offering statement has been signed by the following persons in the capacities and on the dates indicated.

Michael E. Westort  
Michael E. Westort, President and  
Chief Executive Officer

Ronald Cloutier  
Ronald Cloutier, Chief Financial Officer

Thomas Barber  
Thomas Barber, Director

Craig Burgess  
Craig Burgess, Director

Lynn Goldfarb  
Lynn Goldfarb, Director

Arthur Markos  
Arthur Markos, Director

Charles O'Brien  
Charles O'Brien, Director

Vernon Seile  
Vernon Seile, Director

David Sleeper  
David Sleeper, Director

Stuart Watt  
Stuart Watt, Director

John Beaupre  
John Beaupre, Director

Wayne Crandall  
Wayne Crandall, Director

Michael Kiernan  
Michael Kiernan, Director

Barry McCormick  
Barry McCormick, Director

Larry Plotkin  
Larry Plotkin, Director